

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

JOHN PARROTT AND LAURIE PARROTT,
Derivatively on Behalf of BIOPURE
CORPORATION,

Plaintiffs,

vs.

THOMAS A. MOORE, CARL W. RAUSCH,
DAVID N. JUDELSON, CHARLES A.
SANDERS, M.D., C. EVERETT KOOP, M.D.,
DANIEL P. HARRINGTON and J. RICHARD
CROUT, M.D.,

Defendants,

-and-

BIOPURE CORPORATION, a Delaware
Corporation,

Nominal Defendant.

Civil Action No. 1:04-cv-10177-NG

Assigned to: Judge J. Nancy Gertner

Magistrate Judge Alexander

DERIVATIVE ACTION

[Caption continued on next page]

RICH REINISCH, Derivatively on Behalf of)	Civil Action No. 1:04-cv-10215-NG
BIOPURE CORPORATION,)	
)	Assigned to: Judge J. Nancy Gertner
Plaintiff,)	
)	Magistrate Judge Alexander
vs.)	
)	
THOMAS A. MOORE, CARL W. RAUSCH,)	<u>DERIVATIVE ACTION</u>
DAVID N. JUDELSON, CHARLES A.)	
SANDERS, M.D., C. EVERETT KOOP, M.D.,)	
DANIEL P. HARRINGTON and J. RICHARD)	
CROUT, M.D.,)	
)	
Defendants,)	
)	
-and-)	
)	
BIOPURE CORPORATION, a Delaware)	
Corporation,)	
)	
Nominal Defendant.)	
)	

**DECLARATION OF MARY T. SULLIVAN IN SUPPORT OF PLAINTIFFS'
JOINT MOTION TO CONSOLIDATE RELATED ACTIONS, TO APPOINT LEAD
COUNSEL AND TO ENTER PRETRIAL ORDER NO.1**

I, MARY T. SULLIVAN, declare as follows:

1. I am an attorney duly licensed to practice in this Court and before all State courts of the State of Massachusetts. I am a member of the law firm of Segal Roitman & Coleman one of the counsel of record for plaintiffs in *John Parrott and Laurie Parrott v. Thomas A. Moore, et al.*, Civil Action No.1:04-cv-10177-NG and *Rich Reinisch v. Thomas A. Moore, et al.*, Civil Action No.1:04-cv-10215-NG. I have personal knowledge of the matters stated herein and, if called upon, I could and would competently testify thereto. I make this declaration in support of

Plaintiffs' Joint Notice of Motion and Motion to Consolidate Related Actions, to Appoint Lead Counsel and to Enter Pretrial Order No. 1.

2. The following is a list of all related shareholder derivative actions brought on behalf of Biopure Corporation ("Biopure") against related defendants currently pending in this Court:

<u>Abbreviated Case Name</u>	<u>Civil Action No.</u>	<u>Date Filed</u>
<i>John Parrott and Laurie Parrott v. Thomas A. Moore, et al.</i>	1:04-cv-10177-NG	1/26/04
<i>Rich Reinisch v. Thomas A. Moore, et al.</i>	1:04-cv-10215-NG	1/29/04

3. Consolidating the shareholder derivative actions for all purposes will promote judicial economy and simplify the discovery process for all persons involved in the actions. Each of these lawsuits concerns substantially identical legal and factual issues. Plaintiffs allege, *inter alia*, that the defendants breached their fiduciary duties owed to the company. The defendants in each of these actions are the same. All of the legal and factual issues, witnesses and documents which will be relevant in one case will in all likelihood be relevant in each of the others.

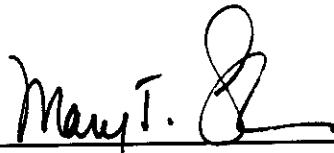
4. Counsel for Plaintiffs have conferred at length concerning the organization of Plaintiffs' counsel and the other terms of the [Proposed] Pretrial Order No. 1. The [Proposed] Pretrial Order No. 1 reflects the consensus and agreement of counsel for Plaintiffs and is based upon their collective substantial experience in handling the prosecution of complex litigation actions involving multiple Plaintiffs and law firms. These parties have agreed to the proposed leadership structure for Plaintiffs' counsel as contemplated by the *Manual for Complex*

Litigation, Third.

5. Thus, Plaintiffs request that this Court appoint Robbins Umeda & Fink, LLP ("Robbins Umeda") and Barrett, Johnston & Parsley ("Barrett Johnston") as Plaintiffs' Co-Lead Counsel to prosecute the consolidated actions. Counsel have worked together in a productive and coordinated fashion in this litigation and have significant experience in leadership roles in similar litigation. For a more detailed description of the qualifications and experience of Proposed Co-Lead Counsel making this Motion, I attach copies of the firm resumes for Robbins Umeda and Barrett Johnston as Exhibits A and B.

6. In sum, Plaintiffs have agreed to consolidate their cases, file a consolidated complaint and to seek appointment of the proposed counsel leadership structure. Such consolidation and appointment will facilitate the litigation of these related actions and simplify the proceedings to the benefit of all parties as well as the Court.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 8th day of March, 2004, at Boston, Massachusetts.




Mary T. Sullivan

CERTIFICATE OF SERVICE

I hereby certify that a true and exact copy of the foregoing DECLARATION OF MARY T. SULLIVAN IN SUPPORT OF PLAINTIFFS' JOINT NOTICE OF MOTION AND MOTION TO CONSOLIDATE RELATED ACTIONS, TO APPOINT LEAD COUNSEL AND TO ENTER PRETRIAL ORDER NO. 1 AND CERTIFICATION OF COUNSEL has been served on the following via U.S. First-Class mail, postage-prepaid, on this the 8th day of March, 2004:

ROBERT A. BUHLMAN, BBO #554393
EUNICE E. LEE, BBO #639856
BINGHAM McCUTCHEN LLP
150 Federal Street
Boston, MA 02110
Telephone: 617/951-8000

Counsel for Defendants



Mary T. Sullivan